

Exhibit B

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: _____)
NEIMAN MARCUS GROUP LTD LLC, *et al.*,¹) Chapter 11
Reorganized Debtors.) Case No. 20-32519 (DRJ)
) (Jointly Administered)
)

**ORDER SUSTAINING LIQUIDATING TRUSTEE'S TWENTY-SECOND OMNIBUS
OBJECTION TO CLAIMS (BOOKS AND RECORDS CLAIMS)**

(Related Docket No. _____)

Upon the Objection² of the Liquidating Trustee seeking entry of an order (this “Order”)

(i) disallowing and expunging or (ii) reducing and allowing, as applicable, the claims identified on

Schedule 1 attached hereto, it is **HEREBY ORDERED THAT:**

1. The Objection is sustained as set forth herein.
2. Each claim identified on **Schedule 1A** to this Order is disallowed in its entirety.
3. Each claim identified on **Schedule 1B** to this Order is reduced to the allowed

amount as identified.

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, are: Neiman Marcus Group LTD LLC (9435); Bergdorf Goodman Inc. (5530); Bergdorf Graphics, Inc. (9271); BG Productions, Inc. (3650); Mariposa Borrower, Inc. (9015); Mariposa Intermediate Holdings LLC (5829); NEMA Beverage Corporation (3412); NEMA Beverage Holding Corporation (9264); NEMA Beverage Parent Corporation (9262); NM Bermuda, LLC (2943); NM Financial Services, Inc. (2446); NM Nevada Trust (3700); NMG California Salon LLC (9242); NMG Florida Salon LLC (9269); NMG Global Mobility, Inc. (0664); NMG Notes PropCo LLC (1102); NMG Salon Holdings LLC (5236); NMG Salons LLC (1570); NMG Term Loan PropCo LLC (0786); NMG Texas Salon LLC (0318); NMGP, LLC (1558); The Neiman Marcus Group LLC (9509); The NMG Subsidiary LLC (6074); and Worth Avenue Leasing Company (5996). The Reorganized Debtors' service address is: One Marcus Square, 1618 Main Street, Dallas, Texas 75201.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the *Liquidating Trustee's Twenty-Second Omnibus Objection to Claims (Books and Records Claims)*.

4. Bankruptcy Management Solutions, Inc. d/b/a Stretto (“Stretto”) is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

5. Each claim and the objections by the Liquidating Trustee to each claim identified in **Schedule 1** constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each claim identified on **Schedule 1**.

6. Notwithstanding the relief granted in this Order or any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Liquidating Trustee’s rights under the Bankruptcy Code or any other applicable law.

7. The terms and conditions of this Order will be immediately effective and enforceable upon its entry.

[Remainder of Page Intentionally Left Blank]

8. The Liquidating Trustee, Stretto, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

9. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Date: _____, 2021

THE HONORABLE DAVID R. JONES
CHIEF UNITED STATES BANKRUPTCY
JUDGE

Schedule 1

Schedule 1A

Disallowed Claims

Ref #	Name of Claimant	Debtor Name	Claim #	Date Filed	Claim to be Disallowed	Reasoning for Objection
1	MASTERCARD INTERNATIONAL INCORPORATED	The Neiman Marcus Group LLC	1847	7/16/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$217,500.00 Total: \$217,500.00	Claim is inconsistent with the Reorganized Debtors' Books and Records
2	REDONE LLC	The Neiman Marcus Group LLC	221586		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$126,429.30 Total: \$126,429.30	Claim is inconsistent with the Reorganized Debtors' Books and Records
3	TATA'S NATURAL ALCHEMY, LLC	Neiman Marcus Group LTD LLC	2729	8/25/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$59,000.87 Total: \$59,000.87	Claim is inconsistent with the Reorganized Debtors' Books and Records
4	TATA'S NATURAL ALCHEMY, LLC	Bergdorf Goodman Inc.	1259	6/17/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$2,527.20 Total: \$2,527.20	Claim is inconsistent with the Reorganized Debtors' Books and Records
5	AMERICAN EXPRESS ESTABLISHMENT	The Neiman Marcus Group LLC	219434		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$391,947.00 Total: \$391,947.00	Claim is inconsistent with the Reorganized Debtors' Books and Records

Schedule 1B

Reduced and Allowed Claims

Ref #	Name of Claimant	Debtor Name	Claim #	Date Filed	Claim Amounts	Allowed Claim Amount	Reasoning for Objection
1	KENNETH COLE INC	The Neiman Marcus Group LLC	220789		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$253,861.05 Total: \$253,861.05	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$30,288.66 Total: \$30,288.66	Claim is inconsistent with the Reorganized Debtors' Books and Records
2	PIGEON & POODLE	Neiman Marcus Group LTD LLC	269	5/12/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$202,093.11 Total: \$202,093.11	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$84,069.00 Total: \$84,069.00	Claim is inconsistent with the Reorganized Debtors' Books and Records
3	SIEMENS INDUSTRY, INC.	The Neiman Marcus Group LLC	1772	7/17/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$96,222.77 Total: \$96,222.77	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$56,476.03 Total: \$56,476.03	Claim is inconsistent with the Reorganized Debtors' Books and Records
4	SOUTHERN CALIFORNIA EDISON	Neiman Marcus Group LTD LLC	1156	6/8/2020	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$40,349.29 Total: \$40,349.29	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$1,361.67 Total: \$1,361.67	Claim is inconsistent with the Reorganized Debtors' Books and Records
5	THE ROW	The Neiman Marcus Group LLC	222061		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$800,649.42 Total: \$800,649.42	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$120,859.12 Total: \$120,859.12	Claim is inconsistent with the Reorganized Debtors' Books and Records
6	WELLS FARGO CAPITAL FINANCE AKA WELLS FARGO BANK N.A.	Neiman Marcus Group LTD LLC	2457		Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$81,176.00 Total: \$81,176.00	Administrative: \$0.00 Secured: \$0.00 Priority: \$0.00 General Unsecured: \$3,500.00 Total: \$3,500.00	Claim is inconsistent with the Reorganized Debtors' Books and Records